

**IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

THE ESTATE OF YARON UNGAR by and
through its Administrator, DAVID
STRACHMAN; DVIR UNGAR minor, by his
guardians and next friends, YISHAI UNGAR,
minor, by his guardians and next friends,
PROFESSOR MEIR UNGAR, JUDITH
UNGAR, individually and in their capacity as
legal guardians of Plaintiffs DVIR UNGAR
and YISHAI UNGAR; RABBI URI DASBER,
and JUDITH DASBERG, in their capacity as
legal guardians of Plaintiffs DVIR UNGAR
and YISHAI UNGAR, AMICHAH UNGAR,
DAFNA UNGAR and MICHAEL COHEN,

Plaintiffs,

-against-

ORASCOM TELECOM HOLDING S.A.E.
(a/k/a "Orascom Telecom" a/k/a "OTH") and
THE PALESTINE INVESTMENT FUND
(a/k/a "Palestinian Investment Fund" a/k/a
"Sharekat Sundouk al-Istithmar al-Filistinee"),

Defendants.

x

:

:

:

:

:

:

:

:

:

:

:

:

:

:

:

:

:

:

:

:

:

:

:

:

:

x

Civil Action No.
05-CV-7765 (CM)(LMS)

PROPOSED MOTION FOR DETERMINATION OF COUNSEL

LeBoeuf Lamb Greene & MacRae LLP ("LeBoeuf"), on its own behalf, respectfully
submits this Motion for Determination of Counsel in the above-captioned action pursuant to Rule
24 of the Federal Rules of Civil Procedure. In support of such Motion, LeBoeuf avers as
follows:

FACTS

1. On or about October 9, 2006, LeBoeuf was asked to represent the Palestine
Investment Fund ("PIF") in connection with the above referenced action filed on behalf of the
Ungars in the U.S. District for the District of Connecticut, captioned Strachman v. Palestinian

Authority, 05-mc-00208-PCD.¹ As of that date, the PIF has not appeared or filed papers in the action presently before this Court. Mr. Tolchin has filed a Request for Default against the PIF in this action on or about November 15, 2005, which does not appear to have been decided.

2. On October 16, 2006, Attorney Thomas G. Rohback from LeBoeuf submitted a letter to the Court in Connecticut informing the Court that the firm had been asked to represent the PIF and wished to be heard on its behalf. Mr. Rohback requested permission to file papers on behalf of the PIF relating to Canaan Partners' pending motion in that action, reserving all rights, including the right to contest jurisdiction. See Exhibit A to Declaration of Thomas G. Rohback ("Rohback Dec.")

3. On October 20, 2006, LeBoeuf received a letter from Robert Tolchin, counsel to the Ungars, stating that he now represents the PIF and that LeBoeuf Lamb has been discharged. See Rohback Dec., Exhibit B. Mr. Tolchin appears to base that claim on a default judgment the Ungars obtained against the Palestinian Authority in Rhode Island, in a case in which the PIF was not a party and was not served. To the extent that Mr. Tolchin obtained a default judgment against the Palestinian Authority, it is not clear to us that his clients are now the rightful owners of the PIF.

4. Accordingly, on October 24, 2006, Mr. Rohback wrote back to Mr. Tolchin explaining we could not simply abandon a legal representation that we had been asked to undertake and that our intention was to obtain guidance from the Court. See Rohback Dec., Exhibit C.

¹ In the action in the U.S. District Court for the District of Connecticut, the Ungar Plaintiffs are seeking to enforce judgments obtained against the Palestinian National Authority ("PA") and the Palestinian Liberation Organization ("PLO") in The Estate of Ungar v. The Palestinian National Authority, 00-CV-105 (D.R.I.) by executing against interests title to the PIF in two off-share limited partnerships, Canaan Equity II Offshore C.V. and Canaan Equity III Offshore C.V.

5. In response to that letter, Mr. Tolchin sent a letter to Mr. Rohback dated October 24, 2006 in which he threatened \$350,000,000 in trebled RICO damages against LeBoeuf if we filed any papers with any Court on behalf of the PIF. See Rohback Dec., Exhibit D. In his letter, Mr. Tolchin stated that LeBoeuf's "claim to continue to represent the PIF is absolutely fraudulent." Id. Mr. Tolchin then threatened "if you or LeBoeuf Lamb takes any further action purporting to act on behalf of the PIF (including without limitation filing any court papers purporting to be from the PIF), the Ungars and the PIF will take all measures the law permits against you and your firm" including seeking \$350,000,000 in RICO damages. Id.

6. On October 26, 2006, Mr. Rohback sent a letter to the Court in Connecticut informing it of these developments and requesting a conference with the Court as soon as possible so that we may discuss how to proceed. See Rohback Dec., Exhibit E.

7. On October 26, 2006, Mr. Rohback learned that on October 24, 2006, Mr. Tolchin filed a Notice of Appearance on behalf the PIF and an Answer to the Plaintiffs' First Amended Complaint on behalf of the PIF. See Rohback Dec., Exhibit F. In that Answer, the PIF, through Mr. Tolchin, admitted all the allegations that required an answer by the PIF and consented "to all the relief sought by the Plaintiffs in the First Amended Complaint" -- the very pleading that Mr. Tolchin had filed on behalf of the Plaintiffs in this action in January 2006. See Rohback Dec., Ex. G.² Mr. Tolchin has now filed appearances on behalf of, and purports to represent, both the Plaintiffs and one of the Defendants in this action.

² Plaintiffs' counsel made similar filings in the District of Connecticut action. On October 26, 2006, Mr. Rohback learned that on October 25, 2006, Attorney Stephen Wright, Plaintiffs' Connecticut counsel, filed an entry of appearance in this action on behalf of The Palestinian Investment Fund -- which is not a party to that action. Mr. Wright, on behalf of the Plaintiffs, filed a Motion for a Turnover Order and Appointment of a Receiver to Sell Partnership Interests of the PIF in the Canaan Funds. Mr. Wright, on behalf of the PIF, filed a "Statement of the Palestine Investment Fund" in which he stated that the PIF "consents to all the relief sought in

**ETHICAL AND LEGAL OBLIGATION TO CONTINUE LEGAL
REPRESENTATION UNTIL RELEASED BY PIF OR COURT**

8. LeBoeuf was retained by the PIF on or about October 9, 2006.

9. LeBoeuf contests the Ungars' assertion that they have the right to discharge LeBoeuf as counsel to the PIF. Accordingly, LeBoeuf has continuing ethical and legal obligations to represent the PIF and its interests in the above-captioned action. LeBoeuf's ethical and legal obligations continue until either the PIF or the Court discharges LeBoeuf from such representation.

10. LeBoeuf also has a financial interest in this action, namely in its ability to continue to represent the PIF in connection with this action.

RELIEF REQUESTED

11. LeBoeuf respectfully requests that the Court determine whether LeBoeuf or the Ungars' counsel represents the PIF in this action.

12. LeBoeuf respectfully requests that the Court determine whether the pleadings filed by the Ungars' counsel on behalf of the PIF are valid.

13. LeBoeuf respectfully requests that this action be stayed until such time as the Court can determine these issues, after full briefing by LeBoeuf and the Ungars' counsel.

Plaintiff's Motion for a Turnover Order and Appointment of a Receiver to Sell Partnership Interests" -- the very motion that he filed on the same day on behalf of the Plaintiffs. On the signature block on that Statement, Mr. Tolchin is listed as being "Of Counsel" to the Palestine Investment Fund. See Rohback Dec., Exhibit H.

WHEREFORE, based on the foregoing, LeBoeuf respectfully requests that this Court issue an Order: (1) determining which counsel is authorized to represent the PIF in this matter; (2) determining whether the pleadings filed by Ungars' counsel are valid; (3) staying the proceeding until it has determined the aforementioned issues; and (4) granting LeBoeuf such other and further relief as the Court deems just and proper.

Respectfully Submitted,

Dated: Hartford, CT

PROPOSED INTERVENOR, LEBOEUF,
LAMB, GREENE & MACRAE LLP

By: _____
Thomas G. Rohback (TR-4817)
Gail L. Gottehrer (GG-5817)
LEBOEUF, LAMB, GREENE &
MACRAE LLP
225 Asylum Street
Hartford, CT 06103
Telephone: (860) 293-3500
Fax: (860) 293-3730
E-mail: trohback@llgm.com
E-mail: glgotteh@llgm.com

Counsel for Proposed Intervenor
LeBoeuf, Lamb, Greene & MacRae
LLP